

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2009018467001**

TO: Department of Enforcement
Financial Industry Regulatory Authority ("FINRA")

RE: Lien Thi Huynh ("Huynh"), Respondent
Former Registered Sales Assistant
CRD No. 4751613

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Lien Thi Huynh, submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

Huynh was born in [REDACTED] and is Series 7 and Series 66 registered. From July 2007 through June 2009, Huynh was a registered person with Commonwealth Financial Network ("Commonwealth" or the "Firm"), where she served as an independent contractor in the capacity of a Registered Sales Assistant. Prior to her employment at Commonwealth, beginning in 2004, Huynh worked as a Registered Sales Assistant at two other FINRA regulated firms. For the conduct described herein, the Firm terminated Huynh's employment and she has not been employed in the securities industry since June 14, 2009. Pursuant to FINRA By-Laws Article V, Section 4, however, Huynh remains subject to FINRA's jurisdiction for two years following the effective date of the cancellation of her registration.

RELEVANT DISCIPLINARY HISTORY

Huynh has no relevant prior disciplinary history.

OVERVIEW

In June 2009, Huynh forged her supervisor's signature on one of his personal banking account checks. Huynh made the check payable to herself in the amount of \$9,000, cashed the check and deposited the funds into her brother's checking account, thereby misappropriating her supervisor's funds and converting the funds for her personal benefit and use. Huynh's conduct violated FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

In or around May 2007, while working as a Registered Sales Assistant at another FINRA regulated firm, Huynh met and reported to a Financial Advisor, who in or around June 2007, left his broker-dealer employer to open Commonwealth, another FINRA-regulated firm, and a second entity in Northern California known as Lighthouse Wealth Management ("Lighthouse"), a non-FINRA firm.

Huynh was the sole employee of Lighthouse and served as an independent contractor and Registered Sales Assistant at Commonwealth. Huynh worked closely with her supervisor, Commonwealth's sole proprietor, and as part of her regular business duties, she had access to checks from her supervisor's personal checking account. Huynh used the checks to pay the Firm's office expenses. She typically first completed the payee information on the checks and her supervisor would sign them.

In late May 2009, Huynh's brother notified her that he had incurred a \$20,000 gambling debt in Las Vegas and had one month to repay the debt to people who were threatening his life. Huynh's brother was financially unable to repay the \$20,000 debt. In an attempt to raise money to pay her brother's debt, Huynh sold her car and depleted her savings, which permitted her to give her brother \$7,000 towards his debt. Huynh provided her brother with \$7,000, which reduced his gambling debt. Without disclosing the real reasons for requesting funds, Huynh asked her supervisor for a loan. He refused her request.

Thereafter, on or about June 12, 2009, Huynh forged her supervisor's name on the signature line of one of his personal banking account checks and made the check payable in the amount of \$9,000. Huynh made the check payable to herself, cashed the check without her supervisor's knowledge or authority, deposited the funds into her brother's checking account, and attempted to conceal her wrongdoing by writing "Compensation/Bonus Quarter 1 and Quarter 2" on the

check's "re:" line. After cashing the forged check, Huynh deposited the funds into her brother's checking account. The supervisor's bank reimbursed him \$9,000 for the fraudulent transaction.¹

As a result of the foregoing, Huynh, in the conduct of her business, forged her supervisor's signature on a check, misappropriated funds from his personal banking account, and converted the funds her personal use, thereby violating FINRA Rule 2010 by failing to "observe high standards of commercial honor and equitable principles of trade."

B. I also consent to the imposition of the following sanctions:

- A bar from association in any and all capacities with any FINRA regulated firm.

I understand that if I am barred or suspended from associating with any FINRA member, I become subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. Accordingly, I may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

The sanctions imposed herein shall be effective on a date set by FINRA staff. Pursuant to FINRA Rule 8313(e), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against me;
- B. To be notified of the Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and

¹In April 2011, in Superior Court of California, County of San Mateo, Northern Municipal Branch, Huynh plead no contest to one charge of misdemeanor grand theft. She was sentenced to 20 days in jail, a \$180 fine, and two years probation.

- D. To appeal any such decision to the National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudgment of the General Counsel, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

I understand that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
- C. If accepted:
 - 1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;
 - 2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about my disciplinary record;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 - 4. I may not take any action or make or permit to be made any public

statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. I may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

May 9th, 2011

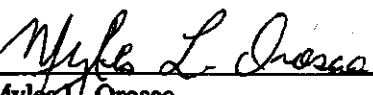


Lien-Phi Huynh
Pro Se

Accepted by FINRA:

May 16, 2011
Date

Signed on behalf of the
Director of ODA, by delegated authority



Myles L. Orosco
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